

## **TENTATIVE DRAFT**

*NOTE: It is requested that suggested corrections be sent to the  
Office of the Secretary, San Francisco, as soon as possible.*

### **MINUTES**

#### **BOARD OF GOVERNORS ORGANIZATION MEETING**

#### **MONTEREY**

**OCTOBER 13, 2002**

Following the adjournment of the 75<sup>th</sup> Annual Meeting of the State Bar, the first meeting of the 76<sup>th</sup> Board of Governors of the State Bar of California was convened in the Los Angeles Room of the Monterey Marriott Hotel, 350 Calle Principal, Monterey, California 93940, on Sunday, October 13, 2002, at 8:30 a.m., James E. Herman presiding.

The following members of the Board of Governors were present: Anthony P. Capozzi, Matthew E. Cavanaugh, Judith M. Copeland, James O Heiting, Steven J. Ipsen, Carl A. Lindstrom, Jr., David M. Marcus, Roderick A. McLeod, Joel S. Miliband, Robert K. Persons, Russell Roeca, Windie O. Scott, John G. Snetsinger, John K. Van de Kamp and Nancy Hoffmeier Zamora.

The following members of the staff were present: Starr Babcock, Larry Doyle, Robert A. Hawley, Judy Johnson, Marie M. Moffat, Pam Wilson and Larry Yee.

Also present: Robert Green, *Met News*; Attorney General of California, Bill Lockyer; and Mike McKee, *The Recorder*.

The President, speaking on behalf of the Board, welcomed and introduced Attorney General Bill Lockyer, Attorney General Lockyer addressed the Board, saying that he was very pleased to have this opportunity of meeting with the members of the Board. Each Board member then introduced himself or herself. Attorney General Lockyer remarked on the good work of the Board and wished it success in the continued implementation of its new governance structure. Mr. Herman thanked Attorney General Bill Lockyer for his kind remarks.

#### **1. President's Report**

- A. Mr. Herman asked each member about his or her goals for the Board and what they hoped to achieve during their tenure.

- B. He gave a brief overview of the major issues likely to challenge the Board in the coming year.
2. The Executive Director also welcomed the new Board members and stated that she was looking forward to working with them in the ensuing year.

The roll-call vote was taken and upon motion made, seconded and unanimously adopted, it was

**RESOLVED** that the roll-call vote will be substituted for the vote unless otherwise noted.

All members present and recorded on the roll-call slip voted yes on the above matter.

- 3-1 Upon motion made, seconded and adopted, it was

**RESOLVED** that authority heretofore granted to persons to sign transfer orders and checks upon the various State Bar accounts and to have access to the State Bar safe deposit box is hereby revoked; and it is

**FURTHER RESOLVED** that each bank in which the State Bar maintains an account or safe deposit box shall be furnished a copy of this resolution and be notified that the names of the members of the Board, the Executive Director, Deputy Executive Director, Chief Financial Officer, Director of Finance, and Accounting Supervisor, who are now so authorized to sign withdrawal orders, transfer orders and checks and authorize transfer of funds from one State Bar account to another State Bar account are as follows:

James E. Herman	President and Board Member
Roderick A. McLeod	Board Member
Russell Roeca	Board Member
Judy Johnson	Executive Director/Secretary
Robert A. Hawley	Deputy Executive Director
Sam Y. Quan	Director of Finance
Lina L. Abalos	Accounting Supervisor

Signatures required for various transactions are:

For checks drawn on a commercial account:

- (a) any single check in excess of \$75,000.00 requires the signature of (1) two of the Board members listed above; or (2) one such Board member and one of the following: Executive Director, Deputy Executive Director, Chief Financial Officer, Director of Finance, or Accounting Supervisor of General Accounting; or (3) the Executive Director and one of the following: Deputy Executive Director, Chief Financial Officer, Director of Finance, or Accounting Supervisor of General Accounting; or (4) Deputy Executive

Director and one of the following: Chief Financial Officer, Director of Finance or Accounting Supervisor of General Accounting.

- (b) any single check of \$5,000.00 or over but not exceeding \$75,000.00 requires the signature of any two of the above-listed persons;
- (c) Any single check less than \$5,000.00 requires:
  - (i) the signature of any one of the above-listed persons, or
  - (ii) processing through a check signing machine utilizing a signature plate engraved with the name of the Executive Director.

Authority is hereby granted to any two of the above persons to open cash accounts for the State Bar of California at securities brokerage firms and to place orders in such account to purchase securities.

Transfer of funds from one State Bar account to another State Bar account, whether requested by telephone, internet, fax, orally or in writing requires:

Any of the above listed persons or the person immediately listed below:

Bill Colson, Accounting Supervisor, Treasury/Accounts Payable

In addition, for checks drawn on the Los Angeles commercial account:

- (a) Any single check less than \$3,000.00 requires the signature of one of the following: Director, Administrative Services, Los Angeles or Director, Operations and Management, Los Angeles.

Luanne T. Kamiya, Director, Administrative Services, Los Angeles  
John R. Rodriguez, Director, Operations and Management, Los Angeles

- (b) Any single check of \$3,000.00 or over, but not exceeding \$10,000.00 requires the signature of any two of the above listed persons.
- (c) Any single check of \$10,000.00 or over but not exceeding \$50,000.00 requires the signature of one of the following: Director, Administrative Services, Los Angeles, or Director, Operations and Management, Los Angeles, and the signature of one of the Board members listed above, the Executive Director, Deputy Executive Director, Chief Financial Officer, Director of Finance or Accounting Supervisor of General Accounting.

All members present and recorded on the roll-call slip voted yes on the above matter except Mr. McLeod and Mr. Roeca, who both abstained and requested the record so to show.

3-2 Upon motion made, seconded and unanimously adopted, it was

**RESOLVED**, pursuant to Government Code, section 1062, that each member of the Board of Governors is granted permission to leave the State of California at any time during the incumbency of the present Board and is authorized to remain absent from the state for a period longer than 60 days.

All members present and recorded on the roll-call slip voted yes on the above matter.

3-3 Upon motion made, seconded and unanimously adopted, it was

**RESOLVED** that the Board hereby expresses its appreciation and thanks to the Office of Section Education and Meeting Services for its diligent and devoted work in connection with the 2002 Annual Meeting of the State Bar in Monterey, and its contribution in making this convention a highly successful one.

All members present and recorded on the roll-call slip voted yes on the above matter.

3-3 Upon motion made, seconded and unanimously adopted, it was

**RESOLVED** that the Board hereby expresses its appreciation and thanks to the Foundation of the State Bar of California for cosponsoring the State Bar Luncheon on Thursday, October 10, 2002, in Monterey, and its contribution in making the 2002 Annual Meeting a highly successful convention.

All members present and recorded on the roll-call slip voted yes on the above matter.

3-3 Upon motion made, seconded and unanimously adopted, it was

**RESOLVED** that the Board hereby expresses its appreciation and thanks to the State Bar's Business Law Section for cosponsoring the State Bar Breakfast on Friday, October 11, 2002, in Monterey, and its contribution in making the 2002 Annual Meeting a highly successful convention.

All members present and recorded on the roll-call slip voted yes on the above matter.

3-3 Upon motion made, seconded and unanimously adopted, it was

**RESOLVED** that the Board hereby expresses its appreciation and thanks to St. Francis Vineyards and Winery, CEB, and Thomson West for their gracious assistance in connection with the 2002 Annual Meeting of the State Bar in Monterey and their contributions in making this convention a highly successful one.

All members present and recorded on the roll-call slip voted yes on the above matter.

3-4 Upon motion made, seconded and adopted, it was

**RESOLVED** that the Board hereby receives with thanks and orders filed the Certificate of the Canvassing Board, dated July 11, 2002, for the 2002 State Bar Board of Governors election; and it is

**FURTHER RESOLVED** that the following are declared elected as members of the Board of Governors of the State Bar of California:

Roderick A. McLeod	District 4
Steven J. Ipsen	District 7 (Office No.1)
David M. Marcus	District 7 (Office #2)
Joel S. Miliband	District 8

and it is

**FURTHER RESOLVED**, pursuant to the provisions of the State Bar Act, section 6019, that the following is deemed an elected member of the Board of Governors:

James O. Heiting	District 6
------------------	------------

and it is

**FURTHER RESOLVED** that the President is authorized at the 2002 State Bar Annual Meeting to report the receipt and filing of the certified count and to officially declare the results of the elections.

All members present and recorded on the roll-call slip voted yes on the above matter.

4. Upon motion made and seconded, the following was unanimously adopted:

**WHEREAS**, Karen S. Nobumoto, Patrick R. Dixon, Scott H. McNutt, James C. Sherwood, Maria D. Villa and Scott Wylie, members of the Board of Governors, have served this Board and the State Bar of California with devotion and distinction; and

**WHEREAS**, it is appropriate that the minutes of this meeting officially record the warm gratitude and respect, both personal and professional, of their fellow Board members;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Governors hereby expresses to Karen S. Nobumoto, Patrick R. Dixon, Scott H. McNutt, James C. Sherwood, Maria D. Villa and Scott Wylie its sincere appreciation for their admirable accomplishments and selfless efforts expended on behalf of the State Bar, and also expresses to them the high esteem and personal affection of their fellow members of the Board.

All members present and recorded on the roll-call slip voted yes on the above matter.

5. Upon motion made, seconded and unanimously adopted, it was

**RESOLVED** that the Board hereby amends the Schedule of Board Meetings for the State Bar Years 2002-2003, 2003-2004 and 2004-2005, in the form attached to these minutes and made a part hereof; and it is

**FURTHER RESOLVED** that the Board hereby approves the Schedule of Board Meetings for the Year 2005-2006, in the form attached to these minutes and made a part hereof.

All members present and recorded on the roll-call slip voted yes on the above matter.

6. This matter relating to the appointment of Board members to the 2002-2003 Board Committees was withdrawn from the Board 's agenda, and will be presented to the Board via fax poll in the near future.

The Board adjourned its Organization Meeting at 10:30 a.m., Sunday, October 13, 2002, to meet again at the call of the President at any time prior to the next regularly scheduled meeting of the Board or, if no such meeting be called, in the State Bar Office, 180 Howard Street, San Francisco, California, on Saturday, December 7, 2002.

**ATTACHMENTS TO BOARD OF GOVERNORS' ORGANIZATION MINUTES  
SUNDAY, OCTOBER 13, 2002, IN MONTEREY**

October 5

Schedule of Board Meetings for the State Bar Years 2002-2003, 20	..... -6-
Schedule of Board Meetings for the Year 2005-2006	..... -6-